

RECORDATION NO.

20217-A  
FILED

FEB 06 '04

1-52 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

February 6, 2004

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Statement of Termination of Lease of Railroad Equipment, dated as of February 5, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Memorandum of Lease of Railroad Equipment which was previously filed with the Board under Recordation Number 20217.

The name and address of the party to the enclosed document are:

Lessee: Railcar, Ltd.  
1201 Peachtree Rd. N.E.  
400 Colony Square, Suite 1101  
Atlanta, GA 30361

[Lessor: BancBoston Leasing, Inc.  
100 Federal St  
Boston Massachusetts 02110]

Mr. Vernon A. Williams  
February 6, 2004  
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A description of the railroad equipment covered by the enclosed document  
is:

All of the railcars listed in Recordation Number 20217.

A short summary of the document to appear in the index is:

Statement of Termination of Lease of Railroad Equipment.

Also enclosed is a check in the amount of \$30.00 payable to the order of  
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the  
undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm  
Enclosures

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**STATEMENT OF TERMINATION OF LEASE**  
**OF RAILROAD EQUIPMENT**

SURFACE TRANSPORTATION BOARD

1. This instrument relates to that certain Master Lease Finance Agreement dated as of June 17, 1996 and the related Equipment Schedule Nos. 1 and 2 dated on even date therewith (collectively the "Lease") between BancBoston Leasing, Inc., as Lessor, and Railcar, Ltd., as Lessee, as evidenced by that certain Memorandum of Lease of Railroad Equipment dated as of June 17, 1996 and recorded with the Surface Transportation Board on August 5, 1996 under Recordation No. 20217, with respect to the railcars listed on Schedule A to the Memorandum of Lease recorded therewith (the "Cars").

2. The Lease was terminated, effective December 1, 1999, with respect to all the Cars.

IN WITNESS WHEREOF, the undersigned has caused this Statement of Termination of Lease of Railroad Equipment to be executed as of the 5<sup>th</sup> day of February, 2004.

RAILCAR, LTD.

By: 

Name: Jeffrey Edelman

Title: Senior Vice President - Finance

State of Georgia, County of Fulton

On February 5, 2004, before me personally appeared Jeffrey Edelman, to me personally known, who being by me duly sworn says that he is Senior Vice President, Finance of Railcar, Ltd., and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

My commission expires: 5-29-2007

[NOTARIAL SEAL]